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*Counsel for the Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

_____	)	
In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
_____	)	

**CERTIFICATE OF NO OBJECTION REGARDING DEBTORS' MOTION FOR  
ORDER UNDER 11 U.S.C. §§ 105(a), 365(a), AND 554(a), FED. R. BANKR. P. 6006 AND  
9014 AND LOCAL BANKRUPTCY RULE 6006-1 AUTHORIZING REJECTION OF  
UNEXPIRED LEASE AND ABANDONMENT OF PERSONAL PROPERTY**

1. The undersigned hereby certifies that, other than the informal response received by the Creditors' Committee, which has been resolved by the *Notice of Filing of Amended Proposed Order Under 11 U.S.C. §§ 105(a), 365(a) and 554(a), Fed. R. Bankr. P. 6006 and 9014 and Local Bankruptcy Rule 6006-1 Authorizing Rejection of Unexpired Lease and Abandonment of Personal Property* [Docket No. 3251], as of the date hereof, he is not aware of any answer, objection or other responsive pleading to the relief sought in the following Motion, filed by the Debtors on February 28, 2013 (the "Motion"):

Debtors' Motion for Order Under 11 U.S.C. §§ 105(a), 365(a) and 554(a), Fed. R. Bankr. P. 6006 and 9014 and Local Bankruptcy Rule 6006-1 Authorizing Rejection of Unexpired Lease and Abandonment of Personal Property [Docket No. 3071].

2. The undersigned further declares that he has caused a review of the Court's docket in these cases and has not been advised that any answer, objection or other responsive pleading to the Motion appears thereon. The deadline for filing objections to the Motion has passed.

3. In accordance with the *Order Under Bankruptcy Code Sections 102(1), 105(a) and 105(d), Bankruptcy Rules 1015(c), 2002(m) and 9007 and Local Bankruptcy Rule 2002-2 Establishing Certain Notice, Case Management and Administrative Procedures* entered on May 23, 2012 [Docket No. 151] (the "Case Management Procedures"), the undersigned submits this Certificate of No Objection pursuant to 28 U.S.C. § 1746.

4. Accordingly, for the reasons set forth in the Motion, the Debtors respectfully request that the proposed Order granting the Motion (the "Order"), annexed hereto as Exhibit 1, be entered in accordance with the procedures set forth in the Case Management Procedures.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: March 18, 2013  
New York, New York

Respectfully submitted,

/s/ Gary S. Lee  
Gary S. Lee  
Lorenzo Marinuzzi  
Samantha Martin  
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Debtors in Possession*

**EXHIBIT 1**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----	)	
In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
-----	)	

**ORDER UNDER 11 U.S.C. §§ 105(a), 365(a), AND 554(a), FED. R.  
BANKR. P. 6006 AND 9014 AND LOCAL BANKRUPTCY RULE 6006-1  
AUTHORIZING REJECTION OF UNEXPIRED LEASE AND  
ABANDONMENT OF PERSONAL PROPERTY**

Upon the motion (the “Motion”) of the Debtors<sup>1</sup> for entry of an order (the “Order”), pursuant to sections 105(a), 365(a), and 554(a) of title 11 of the United States Code, as amended (the “Bankruptcy Code”) and rules 6006 and 9014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), authorizing the rejection of the unexpired lease set forth on Exhibit 1<sup>2</sup> annexed hereto (including any amendments, modifications, guaranties, supplements, restatements, or other agreements related thereto, and without regard to whether such agreement, instrument or other document is listed on Exhibit 1, the “Rejected Lease”), as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Motion and the Declaration of Erik Ferguson, Senior Vice President of Business Excellence at GMAC

<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

<sup>2</sup> The inclusion of a contract on Exhibit 1 does not serve as an admission by the Debtors that such contract is executory.

Mortgage, LLC in support of the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and the legal and factual bases set forth in the Motion establish just and sufficient cause to grant the requested relief herein; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND, DETERMINED, AND ORDERED THAT:

1. The Motion is GRANTED.
2. The time by which the Debtors may assume or reject the Rejected Lease is extended to and including April 30, 2013.
3. Pursuant to Section 365(a) of the Bankruptcy Code and Bankruptcy Rules 6006 and 9014, the Debtors' rejection of the Rejected Lease identified on Exhibit 1 annexed hereto is approved, effective as of the Rejection Date.
4. Liberty Property Limited Partnership has waived any rejection damages claims it may have against the Debtors.
5. Pursuant to Section 554(a) of the Bankruptcy Code, the Debtors are authorized to abandon the Abandoned Property as of the Rejection Date.
6. The Amendment annexed as Exhibit 4 to the Motion is approved.
7. The Debtors are hereby authorized to execute and deliver all instruments and documents, and take all other actions, as may be necessary or appropriate to implement and effectuate the relief granted in this Order.

8. Entry of this Order is without prejudice to the rights of the Debtors, including, but not limited to, the right to seek further, other, or different relief regarding the Debtors' executory contracts and unexpired leases pursuant to, among other things, section 365 of the Bankruptcy Code.

9. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: New York, New York  
\_\_\_\_\_, 2013

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THE HONORABLE MARTIN GLENN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit 1**

**Rejected Lease**

	<b>Debtor</b>	<b>Contract/Lease Counterparty (Name/Address)</b>	<b>Description of Contract/Lease</b>	<b>Effective Date of Rejection</b>
1	GMAC Mortgage, LLC	Liberty Property Limited Partnership 5 Walnut Grove Drive, Suite 200 Horsham, PA 19044 Attn: Vice President/ City Manager	Lease Agreement, dated as of January 31, 2006, as amended, relating to property located at 1100 Virginia Drive Fort Washington, PA 19034--3200	April 30, 2013